



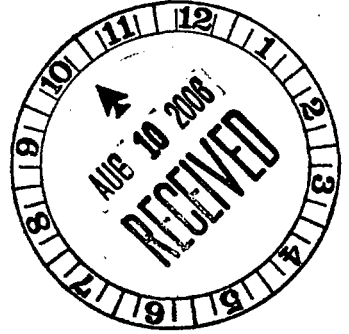
CORPORATION SERVICE COMPANY

RECORDATION NO. 20972-22 FILED

AUG 10 '06

2-35 PM

SURFACE TRANSPORTATION BOARD



CSC - SPRINGFIELD
801 Adlai Stevenson Drive
Springfield IL 62703

1-800-927-9801 Ext 3813
217-492-2727 FAX

To: SURFACE TRANSPORTATION BOARD **ATTENTION BARB SADLER**

From: April Oshea Ext 3813

Date: August 9, 2006

Order#: 299409/005

Re: NCUX30003-NCUX31038 ARCHER DANIELS MIDLAND COMPANY

Please process the enclosed documents for the service indicated below.

SECONDARY STB FILING

RECEIPT SHOULD BE IN OUR OFFICE: 08/18/2006
PLEASE NOTIFY OUR OFFICE IF COMMIT DATE CANNOT BE MET.

XX Check is enclosed.

Mailing Instructions:

XX Return the filing acknowledgment to my attention.
XX Appropriate FedEx envelopes have been provided for your convenience. Please DO NOT use first class mail.

Special Instructions/Notes:

Please call immediately if there are any problems or questions with this paperwork. Thank you for your assistance in this matter.

Enclosures:

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 1 day of JUNE, 2006, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, 20th Floor, New York, New York 10036 (the "Lessor"), and ARCHER DANIELS MIDLAND COMPANY, a Delaware corporation, with an address at 4666 Faries Parkway, P.O. Box 1470, Decatur, IL 62525 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease") dated as of August 29, 1997 covering certain equipment pursuant to a Memorandum of Railcar Lease filed with the Surface Transportation Board on October 28, 1997 as recordation number 20972.

WHEREAS, the Parties have entered into an additional Schedule under the Lease and wish to show for the public record the existence of the aforesaid Schedule, the respective interests therein of the Parties and a description of the equipment (the "Equipment") as set forth in Schedule A hereto, and accordingly the Parties have caused this Memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: William P. O'Brien
Name: William P. O'Brien
Title: Vice President

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SURFACE TRANSPORTATION BOARD

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

ARCHER DANIELS MIDLAND COMPANY

By: Randy Neumayer
Name: Randy Neumayer
Title: Senior Vice President-Transportation

Schedule A

Number of Cars

Equipment Description

76 5,161 C.F. covered hopper car with gravity gates and trough hatches

1	NCUX	30003	53	NCUX	31015
2	NCUX	30005	54	NCUX	31016
3	NCUX	30009	55	NCUX	31017
4	NCUX	30017	56	NCUX	31018
5	NCUX	30020	57	NCUX	31019
6	NCUX	30028	58	NCUX	31020
7	NCUX	30029	59	NCUX	31021
8	NCUX	30032	60	NCUX	31022
9	NCUX	30038	61	NCUX	31023
10	NCUX	30042	62	NCUX	31024
11	NCUX	30043	63	NCUX	31025
12	NCUX	30058	64	NCUX	31026
13	NCUX	30060	65	NCUX	31027
14	NCUX	30064	66	NCUX	31028
15	NCUX	30069	67	NCUX	31029
16	NCUX	30075	68	NCUX	31030
17	NCUX	30094	69	NCUX	31031
18	NCUX	30100	70	NCUX	31032
19	NCUX	30102	71	NCUX	31033
20	NCUX	30113	72	NCUX	31034
21	NCUX	30124	73	NCUX	31035
22	NCUX	30133	74	NCUX	31036
23	NCUX	30137	75	NCUX	31037
24	NCUX	30247	76	NCUX	31038
25	NCUX	30250			
26	NCUX	30252			
27	NCUX	30254			
28	NCUX	30255			
29	NCUX	30256			
30	NCUX	30257			
31	NCUX	30264			
32	NCUX	30272			
33	NCUX	30275			
34	NCUX	30280			
35	NCUX	30291			
36	NCUX	30292			
37	NCUX	30569			
38	NCUX	30716			
39	NCUX	31000			
40	NCUX	31001			
41	NCUX	31002			
42	NCUX	31003			
43	NCUX	31004			
44	NCUX	31005			
45	NCUX	31006			
46	NCUX	31008			
47	NCUX	31009			
48	NCUX	31010			
49	NCUX	31011			
50	NCUX	31012			
51	NCUX	31013			
52	NCUX	31014			